

## **EXHIBIT B**

**Motors Liquidation Company GUC Trust**  
Claims and Distribution Summary

		Per section 6.2 (c)(i)				Supplemental Information	
		As of Effective Date	As of June, 30, 2011	As of September 30, 2011	As of December 31, 2011 (1)	In respect of January 2012 Distribution	Cumulative total including amounts in respect of January 2012 Distribution
A.	Number of Units Outstanding	0	29,770,826	29,835,219	29,876,568	47,263	29,923,831
B.	<b>GUC Trust Distributable Assets</b>						
	GUC Trust Common Stock Assets	150,000,000	36,718,646	33,375,815	30,907,597	(188,180)	29,514,625
	GUC Trust Warrant Assets "A"	136,363,635	33,380,558	30,341,622	28,097,788	(171,074)	26,831,449
	GUC Trust Warrant Assets "B"	136,363,635	33,380,558	30,341,622	28,097,788	(171,074)	26,831,449
	GUC Trust Dividend Assets	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
	other GUC Trust Distributable Cash (whether held by MLC or the GUC Trust)	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
C.	<b>Claims Summary</b>						
	Total Allowed Amount (i.e., all currently Allowed General Unsecured Claims as of date specified)	\$ 29,770,812,132	\$ 29,835,202,557	\$ 29,876,527,365	\$ 29,923,768,460		
	Maximum Amount of all Disputed General Unsecured Claims (in the aggregate)	\$ 8,153,859,851	\$ 7,044,695,099	\$ 6,259,408,672	\$ 5,659,379,378		
	Maximum Amount of all Unresolved Term Loan Avoidance Action Claims (in the aggregate)	\$ 1,500,000,000	\$ 1,500,000,000	\$ 1,500,000,000	\$ 1,500,000,000		
	Maximum Amount of all Unresolved Other Avoidance Action Claims (in the aggregate)	\$ 0	\$ 0	\$ 0	\$ 0		
	Aggregate Maximum Amount (i.e., Maximum Amount of all Disputed General Unsecured Claims, Term Loan Avoidance Action Claims and Unresolved Other Avoidance Action Claims)	\$ 9,653,859,851	\$ 8,544,695,099	\$ 7,759,408,672	\$ 7,159,379,378		
	Current Total Amount	\$ 39,424,671,983	\$ 38,379,897,655	\$ 37,635,936,037	\$ 37,083,147,838		
D.	<b>Holdback</b>						
	Protective Holdback - GUC Common Stock Assets	0	0	0	79,572		
	Additional Holdback - GUC Common Stock Assets	0	0	0	782,141		
	Reporting and Transfer Holdback - GUC Common Stock Assets	95,060	0	0	343,079		
	Taxes on Distribution Holdback - GUC Common Stock Assets	0	0	0	0		
	Protective Holdback - GUC Trust Warrant Assets "A"	0	0	0	72,339		
	Additional Holdback - GUC Trust Warrant Assets "A"	0	0	0	711,036		
	Reporting and Transfer Holdback - GUC Trust Warrant Assets "A"	86,414	0	0	311,890		
	Taxes on Distribution Holdback - GUC Trust Warrant Assets "A"	0	0	0	0		
	Protective Holdback - GUC Trust Warrant Assets "B"	0	0	0	72,339		
	Additional Holdback - GUC Trust Warrant Assets "B"	0	0	0	711,036		
	Reporting and Transfer Holdback - GUC Trust Warrant Assets "B"	86,414	0	0	311,890		
	Taxes on Distribution Holdback - GUC Trust Warrant Assets "B"	0	0	0	0		
E.	<b>Claim Disposition</b>						
	Resolved Allowed General Unsecured Claims allowed	Not applicable	\$ 64,390,424	\$ 41,324,809	\$ 47,241,095		
	Disputed General Unsecured Claims disallowed	Not applicable	\$ 1,044,774,328	\$ 743,961,619	\$ 552,788,199		
	Unresolved Term Loan Avoidance Action Claims resolved in favor of the respective defendants	Not applicable	\$ 0	\$ 0	\$ 0		
	Other Avoidance Action Claims, resolved in favor of the respective defendants	Not applicable	\$ 0	\$ 0	\$ 0		

Notes

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**Motors Liquidation Company GUC Trust**  
*Claims and Distribution Summary*

<b>F.</b>	<b>Distributions in respect of Resolved Allowed General Unsecured Claims of -</b>						
	GUC Common Stock Assets	0	113,194,172	244,827	161,403	188,180	113,788,582
	GUC Trust Warrant Assets "A"	0	102,903,821	222,572	146,729	171,074	103,444,196
	GUC Trust Warrant Assets "B"	0	102,903,821	222,572	146,729	171,074	103,444,196
	GUC Trust Dividend Assets	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
	other GUC Trust Distributable Cash	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
<b>G.</b>	<b>Distributions in respect of Units of -</b>						
	GUC Common Stock Assets	0	0	3,098,004	2,306,815	0	5,404,819
	GUC Trust Warrant Assets "A"	0	0	2,816,364	2,097,105	0	4,913,469
	GUC Trust Warrant Assets "B"	0	0	2,816,364	2,097,105	0	4,913,469
	GUC Trust Dividend Assets	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
	other GUC Trust Distributable Cash	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
<b>H.</b>	<b>Excess GUC Trust Distributable Assets reserved for distribution to holders of Units of -</b>						
	GUC Common Stock Assets	0	3,098,004	2,306,815	0	804,592	
	GUC Trust Warrant Assets "A"	0	2,816,364	2,097,105	0	731,447	
	GUC Trust Warrant Assets "B"	0	2,816,364	2,097,105	0	731,447	
	GUC Trust Dividend Assets	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	
	other GUC Trust Distributable Cash (whether held by MLC or the GUC Trust)	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0	
<b>I.</b>	<b>Additional Shares received (whether held by MLC or the GUC Trust)</b>	0	0	0	0		
<b>Memo</b>	<b>Supplemental Information - In respect of distributions to newly Resolved Allowed General Unsecured Claims at next quarterly distribution</b>						
	<b>Number of Units to Resolved Allowed General Unsecured Claims</b>					47,263	
	<b>Distributions in respect of Resolved Allowed General Unsecured Claims of -</b>						
	GUC Common Stock Assets					188,180	
	GUC Trust Warrant Assets "A"					171,074	
	GUC Trust Warrant Assets "B"					171,074	
	<b>Excess GUC Trust Distributable Assets</b>						
	GUC Common Stock Assets					0	
	GUC Trust Warrant Assets "A"					0	
	GUC Trust Warrant Assets "B"					0	

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**Motors Liquidation Company GUC Trust**  
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**Notes**

- (1) The Initial Distribution Date took place on or about April 21, 2011 (with a secondary distribution on or about May 26, 2011 to certain holders of allowed claims as of the Initial Distribution Date who did not receive the April 21 distribution). The second quarterly distribution took place on or about July 28, 2011. The third quarterly distribution took place on or about October 28, 2011.

Pursuant to Section 2.3(a) of the GUC Trust Agreement, the GUC Trust was required to distribute, within thirty (30) days of the "GUC Trust Funding Date," as such term is defined in the GUC Trust Agreement, any New GM Securities that would have been distributed on the next quarterly distribution date to holders of Resolved Allowed General Unsecured Claims and holders of Units as of the GUC Trust Funding Date (the "Section 2.3(a) Distribution"). The GUC Trust Funding Date was December 15, 2011 and, as such, the record date for the Section 2.3(a) Distribution was December 15, 2011. The Section 2.3(a) Distribution took place on or about January 13, 2012, and consisted solely of a distribution to holders of Resolved Allowed General Unsecured Claims, and holders of Allowed General Unsecured Claims who previously failed to fulfill informational requirements for distribution established in accordance with the GUC Trust Agreement, but successfully fulfilled such information requirements for the Section 2.3(a) Distribution. Because the amount of Excess GUC Trust Distributable Assets did not exceed the Distribution Threshold, no distribution to holders of Units was made in connection with the Section 2.3(a) Distribution.

The fourth quarterly distribution was scheduled to take place on or as promptly as practicable following January 1, 2012, based upon the GUC Trust's books and records as of December 31, 2011. However, as no Disputed General Unsecured Claims were allowed between the GUC Trust Funding Date and the December 31, 2011 record date for the fourth quarterly distribution, no distribution was required to be made to holders of Resolved Allowed General Unsecured Claims. In addition, as the amount of Excess GUC Trust Distributable Assets did not exceed the Distribution Threshold, no distribution to holders of Units was required. As such, no quarterly distribution (other than the Section 2.3(a) Distribution referenced herein) was made during January 2012.

- (2) Pursuant to the GUC Trust Agreement, each holder of an allowed general unsecured claim is deemed to receive "Units" in the GUC Trust evidenced by appropriate notation on the books and records of the GUC Trust calculated at a ratio of one Unit for each \$1,000 in amount of allowed general unsecured claim (such that if all Disputed General Unsecured Claims as of December 31, 2011 are subsequently allowed, the Trust would issue approximately 37.08 million units). Units represent the contingent right to receive, on a pro rata basis as provided in the Plan, Excess GUC Trust Distributable Assets (as described in greater detail in Sections G and H hereof). A copy of the GUC Trust Agreement, as amended, is available at the Motors Liquidation Company GUC Trust website at <https://www.mlcguctrust.com/>.

Units in respect of general unsecured claims allowed as of the Initial Distribution were not evidenced on the GUC Trust's books and records until after the Effective Date. Hence, for purposes of this presentation only, Units outstanding as of the Effective Date is deemed to be zero. The 29,876,568 Units outstanding as of December 31, 2011 correlate to the \$29,876,527,365 in allowed claims as of September 30, 2011. The Number of Units outstanding as of December 31, 2011 does not directly correspond to allowed claims as of September 30, 2011 on a 1 to 1,000 basis because 41 additional Units were issued due to rounding.

- (3) The amounts reported as GUC Trust Distributable Assets are net of liquidating distributions payable as further described in Notes 4 and 5 of the Notes to the Financial Statements.

- (4) These amounts correspond to the terms as defined in the GUC Trust Agreement and are further described in Note 3 of the Notes to the Financial Statements.

- (5) On May 24, 2011, MLC, on behalf of the GUC Trust, sold 87,182 common shares and 79,256 warrants of each class of warrant related to the Reporting and Transfer Holdback in accordance with Section 2.3(e)(i) of the GUC Trust Agreement. The sale resulted in cash proceeds of \$5,649,328 which, pursuant to the Plan, is being used to fund certain reporting, tax and litigation costs of the GUC Trust. Such proceeds were held by MLC on behalf of the GUC Trust until MLC's dissolution on December 15, 2011.

On December 15, 2011, MLC transferred, net of payments already made on account of such reporting, tax and litigation costs of the GUC Trust, \$2,049,608 of these funds to the GUC Trust and \$500,000 to the Avoidance Action Trust in accordance with Section 2.3 of the GUC Trust Agreement.

As of December 29, 2011, the GUC Trust Administrator reserved from distribution, in accordance with Sections 6.1(b), 6.1(c), and 6.1(d) of the GUC Trust Agreement and with the approval of the GUC Trust Monitor, Excess GUC Trust Distributable Assets consisting of 1,204,792 shares of New GM Common Stock and 1,095,265 warrants of each class of warrant in the aggregate for the purposes of funding accrued and projected expenses of the GUC Trust. On January 20, 2012, the GUC Trust Administrator filed a motion with the Bankruptcy Court seeking authority to, among other requested relief, sell up to 554,923 shares of the reserved New GM Stock and 504,475 warrants of each class of warrant in the aggregate to fund such accrued and projected expenses of the GUC Trust for the calendar years 2011 and 2012 (the "Motion"). The Motion provides additional details regarding the reserved New GM Securities and the proposed sale of a portion of the reserve.

In addition, pursuant to the Motion, the GUC Trust Administrator is seeking authority to (i) liquidate 287,012 shares of New GM Stock and 260,920 warrants of each class of warrant and transfer the proceeds thereof to the Avoidance Action Trust, for the purposes of funding accrued and projected expenses of the Avoidance Action Trust, and (ii) transfer 355,783 shares of New GM Stock and 323,439 warrants of each class of warrant to the Avoidance Action Trust, to fund a potential future tax liability (if such liability arises). A copy of the Motion is available at the Motors Liquidation Company GUC Trust website at <https://www.mlcguctrust.com/>.

- (6) Distributions to holders of Resolved Allowed General Unsecured Claims include (a) distributions such claimants would have received had their claims been allowed as of the Initial Distribution and (b) to the extent Excess GUC Trust Distributable Assets have previously been made available to Unit holders and/or are being made available at the time of the relevant distribution, additional assets in the form of New GM Securities and/or cash in respect of their being beneficiaries of certain numbers of GUC Trust Units.
- (7) Pursuant to the Plan, no portion of the initial distribution to claimants was made "in respect of Units". Only subsequent distributions of Excess GUC Trust Distributable Assets are made "in respect of Units".

As described in footnote (1) above, no distributions to holders of Units were made in connection with the Section 2.3(a) Distribution (as defined in footnote (1) above) or the fourth quarterly distribution, as the amount of Excess GUC Trust Distributable Assets did not exceed the Distribution Threshold. Undistributed Excess GUC Trust Distributable Assets are reported in section H as Excess GUC Trust Distributable Assets reserved for distribution to holders of Units and will be held by the GUC Trust until the next calendar quarter for which the amount of Excess GUC Trust Distributable Assets exceeds the Distribution Threshold.